

## B. Riley Wealth Management, Inc. Form CRS (Client Relationship Summary)

Effective March 31, 2024

B. Riley Wealth Management, Inc. ("BRWM" or "we") is a broker-dealer registered with the Securities and Exchange Commission ("SEC") and is also a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investors Protections Corporation ("SIPC"). B. Riley Wealth Advisors, Inc. ("BRWA") is an affiliate of BRWM and provides investment advisory services, which are discussed on pages 3 and 4 of this CRS. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. Free and simple tools are available for you to use at [Investor.gov/CRS](https://investor.gov/CRS), a website maintained by the SEC. These tools can provide you with educational materials about broker-dealers, investment advisers, and investing.

Our affiliates include B. Riley Securities, Inc. ("BRS"), which provides brokerage services to retail & institutional investors and B. Riley Wealth Portfolio Advisers, LLC ("BRWPA"), which provides investment advisory services to retail investors. Form CRS for BRS can be found [here](#) and Form CRS for BRWPA can be found [here](#).

**What is a broker-dealer?** A **broker-dealer** is a firm that acts as an intermediary between buyers and sellers of securities for which they will usually receive a commission and may purchase or sell those securities in/out of their own account.

### What investment services and advice can you provide me?

We offer brokerage services and can recommend and effect securities transactions for you. This includes, but is not limited to, buying and selling securities held in accounts with our clearing firms; retirement accounts; insurance products; securities-based lending; syndicate offerings; and third-party research.

We will deliver a paper or electronic confirmation of each trade executed in your account. Account statements will be delivered to you no less than quarterly, in either paper or electronic format.

**Investment Authority:** All brokerage transactions are at the full discretion of you, the client. We can recommend securities for you to buy or sell, however, the decision to buy or sell is ultimately yours. You are free to accept or reject any recommendation we make.

**Account Monitoring:** We do not provide on-going monitoring of brokerage accounts.

**Account Minimums:** We do not have an account minimum to open a brokerage account. Some products, such as options, require investment minimums.

**Limited Investment Offerings:** There are some limitations on the types of stocks, such as penny stocks or foreign stocks, and types of products, such as leveraged or inverse exchange traded products, which may not be available.

**Additional Information:** More information on the full range of services we offer is available at: [https://brileywealth.com/files/RegBI\\_Disclosure.pdf](https://brileywealth.com/files/RegBI_Disclosure.pdf).

#### Conversation Starter – Ask Your Financial Professional:

- Given my financial situation, should I choose a brokerage service? Why or why not?
- How will you choose investments to recommend to me?
- What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?

### What fees will I pay?

Opening a brokerage account means that you will pay a transaction-based fee every time you buy or sell a security, regardless of whether a trade is profitable. Examples of transaction-based fees include commissions, markups and markdowns on principal trades, and sales loads. If we lend you money to buy securities, sometimes called "margin," you will be charged interest. Because we earn money for transactions and from lending money to buy and sell securities, the more you trade and borrow, the more money we make. This may create an incentive for us to encourage or recommend you trade more frequently. You may also be charged fees associated with each transaction, such as ticket charges, passed on from our clearing firms.

Additionally, to the extent that we receive any such fees on securities transactions that we execute with respect to funds or accounts managed by our investment advisory affiliate, any advisory or management fees paid to such affiliate could present a conflict for us because it may create an incentive to encourage you to invest in such funds or accounts.

There are sometimes other fees related to doing business with our Firm. The most common are the following:

- **Account Maintenance Fees** – Some accounts charge an annual fee, subject to waiver when certain conditions are met.
- **Custodian Fees** – Our clearing firms may pass on fees for holding certain assets in a brokerage account.
- **12b1 Fees** – These fees are discussed and detailed in the mutual fund's "prospectus" and are paid to BRWM by the mutual fund company.
- **Annuity Sales & Surrender Charges** – Sales charges are built-in to the purchase of an annuity and are paid to our Firm by the annuity company. Surrender charges

may be incurred if an annuity is surrendered within a certain timeframe.

- **Account Transfer Fees** – Most accounts are subject to an industry standard transfer fee when processing a transfer to another firm.
- **Standard Banking Fees** – Accounts utilizing the banking feature could incur fees for checkbook order and insufficient funds.
- **Cash Sweep** – The Firm receives revenues from its clearing firms for cash sweep deposits held in your account.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investment over time. Please make sure you understand what fees and costs you are paying.

*Additional Information:* More detailed information on our fees and costs can be found in our RegBI Disclosures at: [https://brileywealth.com/files/RegBI\\_Disclosure.pdf](https://brileywealth.com/files/RegBI_Disclosure.pdf).

**Conversation Starter – Ask Your Financial Professional:**

- Help me understand how these fees and costs might affect my investments.
- If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?

## **What are your legal obligations to me when providing recommendations? How else does your Firm make money and what conflicts of interest do you have?**

*When we provide you with a recommendation as your broker-dealer, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the recommendations we provide you. Here are some examples to help you understand what this means.*

**Principal Trading:** We may buy a security from you or sell you a security from our own principal account. Because we earn compensation in principal transactions, we may have an incentive to trade with you on a principal basis.

**Proprietary Trading:** Our affiliate, B. Riley Securities, Inc., offers new issue stock and bonds. As such, there may be an incentive to recommend those products over third-party products.

**Third-Party Payments & Revenue Sharing:** When we sell a product to you, we may receive payments from

product sponsors or managers such as trail commissions, and we may also share in a part of the revenue earned on that investment. These payments may be an incentive for us to offer such investments. Our clearing firms also share with us fees and revenues earned servicing your account. *Additional Information:* For more on potential conflicts of interest, please see our RegBI Disclosures at: [https://brileywealth.com/files/RegBI\\_Disclosure.pdf](https://brileywealth.com/files/RegBI_Disclosure.pdf).

**Conversation Starter – Ask Your Financial Professional:**

How might your conflicts of interest affect me, and how will you address them?

## **How do your Financial Professionals make money?**

Our Financial Professionals are paid commissions according to their payout schedule which can vary based on the type of investment product purchased and sold. Certain mutual funds will pay 12b-1 fees to the Firm which are then paid in part to the individual Financial Professional. The portion of the revenue paid to the Financial Professional can increase based upon the total of revenue generated. Newly hired Financial Professionals can receive a bonus for successfully transferring customer assets to BRWM and/or by meeting specific revenue goals. We do not permit sales contests. We do have an annual meeting for our highest producers.

## **Do you or your Financial Professionals have legal or disciplinary history?**

Yes, BRWM and some of our Financial Professionals do have legal and/or disciplinary history.

*Additional Information:* Visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research us and our Financial Professionals.

**Conversation Starter – Ask Your Financial Professional:**

As a Financial Professional, do you have any disciplinary history? For what type of conduct?

## **Where can I find additional information?**

For additional information about our brokerage services, visit [www.brileywealth.com](https://www.brileywealth.com) or talk to your Financial Professional. You can request a copy of this CRS by calling us at 800-726-0557 or by visiting <https://brileywealth.com/disclosures/FormCRS.pdf>.

**Conversation Starter – Ask Your Financial Professional:**

- Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer?
- Whom can I talk to if I have concerns about how this person is treating me?

## B. Riley Wealth Advisors, Inc.

### Form CRS (Client Relationship Summary)

Effective March 31, 2024

B. Riley Wealth Advisors, Inc. ("BRWA" or "we") is registered with the Securities and Exchange Commission ("SEC") as an investment adviser. B. Riley Wealth Management, Inc. is an affiliate of BRWA and provides brokerage services, discussed on pages 1 and 2 of this CRS. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. Free and simple tools are available for you to use at [Investor.gov/CRS](https://investor.gov/CRS), a website maintained by the SEC. These tools can provide you with educational materials about broker-dealers, investment advisers, and investing.

Our affiliates include B. Riley Securities, Inc. ("BRS"), which provides brokerage services to retail & institutional investors and B. Riley Wealth Portfolio Advisers, LLC ("BRWPA"), which provides investment advisory services to retail investors. Form CRS for BRS can be found [here](#) and Form CRS for BRWPA can be found [here](#).

**What is an investment adviser?** An **investment adviser** is generally any person or group that provides investment advice or conducts securities analysis in exchange for a fee.

#### What investment services and advice can you provide me?

BRWA offers the following advisory services:

- Asset Management including Wrap Fee & Non-Wrap Fee programs
- Consulting Services
- Financial Planning

Investment advisory accounts are monitored no less than annually. You have the option of investing your funds on a "discretionary" or "non-discretionary" basis. You may choose an arrangement in which we provide you with investment advice and you decide whether to accept or reject the advice (non-discretionary) or one in which we will make the ultimate investment decisions on your behalf (discretionary) consistent with the agreed upon restrictions you place on this authority. This decision is ultimately yours.

We do not limit our investment advice to a specific menu of products or proprietary investments, and not all of our Financial Professionals can offer the full range of our advisory services and programs. The advisory programs we offer have varying account minimum requirements, generally starting at \$10,000.

*Additional Information:* For more on the services and programs we offer, please see BRWA's Form ADV, Part 2A Brochure (Items 4 & 7) and Part 2A Appendix 1 Wrap Free Program Brochure (Items 4.A. & 5) available at: <https://adviserinfo.sec.gov/firm/summary/115927>.

#### Conversation Starter – Ask Your Financial Professional:

- Given my financial situation, should I choose an investment advisory service? Why or why not?
- How will you choose investments to recommend to me?
- What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?

#### What fees will I pay?

We are paid an advisory fee. These fees are typically "asset based" meaning that the fee is calculated as a percentage of the assets invested in your advisory account according to the fee schedule in your advisory agreement with us. This fee, which is generally charged quarterly, presents a conflict because it creates an incentive for us to encourage you to increase the assets in your advisory account, as the more assets there are in your advisory account, the more you will pay us in advisory fees.

If you select a "wrap" program, this wrap fee includes the advisory fee and the costs for the execution of securities transactions and other services. The fee covers all expenses for brokerage, clearance, settlement, and custodial services as well as all investment advice. The wrap fee will be disclosed and acknowledged by you prior to account inception. Asset-based fees associated with the wrap fee program will include most transaction costs and fees to a broker-dealer or bank that has custody of these assets and therefore are higher than a typical asset based advisory fee.

The Firm may offer significantly more favorable wrap fee arrangements for friends, relatives, or others with whom the Firm or Financial Professional has established personal or family relationships.

Please note if a Sub-Adviser is engaged, your fees may be higher than the fees you would have paid if it had not been engaged. Sub-Advisers may not be willing to negotiate their fees, and the Firm is not authorized to negotiate their fees.

The wrap fee does not cover amounts charged for any of the following ("Excluded Expenses"): internal fees or expenses which may be associated with the account's investments, including without limitation, internal operating or investment expenses of mutual funds, unit investment trusts, or electronically traded funds; fees

imposed by mutual funds for short-term trading (typically 1%–2% of the amount originally invested) for redemptions made within short periods of time; any mark-up, mark-down, or dealer spread (whether to the Firm, Custodian or other broker-dealers) related to any account investment; offering discounts and related fees in connection with underwritten public offerings of securities (of which the Firm, our affiliates, or Custodian may be underwriters); costs to third parties for transactions not executed through Custodian; floor brokerage or exchange fees; fees for wire transfers; costs for exchanging currencies; margin interest; interest for non-purpose loans with the account(s) used as collateral; taxes; postage and handling fees; or other expenses incurred with respect to any investments made for the account. All the Excluded Expenses will be direct or indirect expenses borne by the account and will be in addition to the wrap fee.

In addition to the wrap fee, you will also be responsible for any other fees and charges described in the Advisory Agreement, as well as any fees charged pursuant to the agreement with a Sub-Adviser.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investment over time. Please make sure you understand what fees and costs you are paying.

*Additional Information:* More detailed information regarding our advisory fees can be found in Items 5.A., B., C., and D. of the Firm's [ADV 2A Brochure](#).

**Conversation Starter – Ask Your Financial Professional:**

- Help me understand how these fees and costs might affect my investments.
- If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?

---

## **What are your legal obligations to me when acting as my investment advisor? How else does your Firm make money and what conflicts of interest do you have?**

*When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means.*

**Third-Party Payments & Revenue Sharing:** We share in revenue generated by our clearing firms on cash sweep deposits held by you. The clearing firms pay revenue to the Firm on cash sweep deposits in your account which reduces the interest that would have been paid to you had such revenue sharing arrangement not existed. This

creates a material conflict of interest as the Firm is incentivized to sweep uninvested cash balances into the bank deposit sweep accounts that pay the highest fees to the Firm. Additionally, certain managers and sponsors share the revenue they earn with our affiliate when you invest in their products (primarily mutual funds and annuities).

*Additional Information:* For more on potential conflicts of interest, please see our Form ADV Brochure, available at: <https://adviserinfo.sec.gov/firm/summary/115927>.

**Conversation Starter – Ask Your Financial Professional:**

How might your conflicts of interest affect me, and how will you address them?

---

## **How do your Financial Professionals make money?**

Financial Professionals are compensated as a percentage of the assets invested in your advisory account according to the agreed upon fee schedule in your advisory agreement. The portion of the revenue paid to the Financial Professional can increase based upon the total of revenue generated. Newly hired Financial Professionals can receive a bonus for successfully transferring customer assets to BRWA and/or by meeting specific revenue goals. We do not permit sales contests. We do have an annual meeting for our highest producers.

---

## **Do you or your Financial Professionals have legal or disciplinary history?**

Yes, BRWA and some of our Financial Professionals do have legal and/or disciplinary history.

*Additional Information:* Visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research us and our Financial Professionals.

**Conversation Starter – Ask Your Financial Professional:**

As a Financial Professional, do you have any disciplinary history? For what type of conduct?

---

## **Where can I find additional information?**

For additional information about our investment advisory services, visit [www.brileywealth.com](https://www.brileywealth.com) or talk to your Financial Professional. You can request a copy of this CRS by calling us at 800-726-0557 or by visiting <https://brileywealth.com/disclosures/FormCRS.pdf>.

**Conversation Starter – Ask Your Financial Professional:**

- Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer?
- Whom can I talk to if I have concerns about how this person is treating me?